AMENDMENTS TO THE CLAIMS:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A compound comprising the formula:

(I)
$$R_{1} = \begin{cases} R_{2} \\ C \\ R_{3} \end{cases}_{m} \begin{pmatrix} Y_{1} \\ X_{2} \\ X_{3} \end{pmatrix}_{m} \begin{pmatrix} Y_{1} \\ X_{2} \\ X_{3} \\ X_{4} \end{pmatrix}_{E_{4}} \begin{pmatrix} E_{1} \\ E_{2} \\ E_{3} \end{pmatrix}$$

wherein:

R₁ is a polymeric residue;

Y₁ is O, S or NR₄;

M is O, S or NR₅;

E₁ is

$$- \left(\begin{matrix} R_7 \\ I \end{matrix} \right) \begin{matrix} Y_2 \\ I \\ C \end{matrix} - D_1$$

 E_{2-4} are independently H, E_1 or

$$\begin{array}{c|c}
 & Y_3 \\
 & \parallel \\
 & C \\
 & \downarrow p \\
 & C \\
 & R_8
\end{array}$$

- (a) is zero or one;
- (m) is zero or a positive integer;
- (n) and (p) are independently 0 or a positive integer;

Y₂₋₃ are independently O, S or NR₁₀;

R₂₋₁₀ are independently selected from the group consisting of hydrogen,

 C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} heteroalkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

D₁ and D₂ are independently OH;

$$\begin{array}{c|c}
(V) \\
\hline
N \\
\downarrow \\
R_{13}
\end{array}$$

$$\begin{array}{c|c}
Y_4 \\
\downarrow \\
C \\
\downarrow \\
R_{12}
\end{array}$$

$$\begin{array}{c|c}
Y_7 \\
\downarrow \\
C \\
R_{12}
\end{array}$$

$$\begin{array}{c|c}
Y_7 \\
\downarrow \\
C \\
R_{12}
\end{array}$$

$$\begin{array}{c|c}
Q \\
Q \\
\end{array}$$

or a terminal branching group;

wherein

- (v) and (t) are independently 0 or a positive integer up to about 6;
- (q) is zero or a positive integer;

L₁ and L₂ are independently selected bifunctional linkers;

Y₄₋₇ are independently selected from the group consisting of O, S and NR₁₄;

 R_{11-14} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} heteroalkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy heteroakoxy;

Ar is a moiety which when included in Formula (I) forms a multi-substituted aromatic hydrocarbon or a multi-substituted heterocyclic group;

 B_1 and B_2 are independently selected from the group consisting of leaving groups, OH, residues of hydroxyl-containing moieties or amine-containing moieties; or

a terminal branching group of the formula

$$\begin{array}{c|c} & E_{35} \\ \hline -N - C - E_{36} \\ | & | \\ E_{38} & E_{37} \end{array}$$

wherein

E35 is

$$\begin{array}{c|c} & & Y_2 \\ \hline & & & \\ C & & C \\ \hline & & C \\ R_6 & & n \end{array}$$

E₃₆₋₃₈ are independently H, E₃₅ or

$$\begin{array}{c|c} & & & Y_3 \\ \hline & & & & \\ C & & & \\ C & & & \\ R_8 & & & \\ \end{array}$$

 $\underline{\mathbf{D'_1}}$ is

$$\begin{array}{c|c} \text{(IV)} & Y_4 \\ \hline -N \\ \hline R_{13} & L_1 \\ \hline \end{array} \\ V \\ L_2 \\ t \\ C \\ C \\ Y_5 \\ \hline \end{array} \\ Ar \\ C \\ C \\ R_{12} \\ Q \\ q \\ \end{array} \\ Y_6 \\ C \\ C \\ B_1 \\ g \\ R_{12} \\ Q \\ C \\ C \\ C \\ R_{12} \\ Q \\ C \\ C \\ C \\ R_{13} \\ R_{14} \\ R_{15} \\ R_{$$

<u>or</u> (VII)

D'₂ is OH,

$$\begin{array}{c|c} \text{(IV)} & & & & & & \\ \hline & & & & \\ \hline & & & \\ \hline & & & \\ \hline & & & \\ R_{13} & & & \\ \hline \end{array} \begin{array}{c} Y_4 \\ L_2 \\ L_2 \\ t \\ \end{array} \begin{array}{c} Y_4 \\ C \\ C \\ T_5 \\ C \\ T_5 \\ \end{array} \begin{array}{c} R_{11} \\ C \\ C \\ R_{12} \\ \end{array} \begin{array}{c} Y_7 \\ C \\ C \\ C \\ \end{array} \begin{array}{c} R_{11} \\ C \\ C \\ R_{12} \\ \end{array} \begin{array}{c} Y_6 \\ C \\ C \\ \end{array} \begin{array}{c} R_{11} \\ C \\ C \\ C \\ \end{array}$$

<u>or</u>

wherein

 E_{45} is

$$\begin{array}{c|c} & & Y_2 \\ \hline & & & \\ C & & C \\ \hline & & \\ R_6 & & n \end{array}$$

E46 48 are independently H, E45 or

$$\begin{array}{c|c} & & Y_3 \\ \hline & & & \\ C & & C \\ \hline & & C \\ R_8 & & C \end{array} \qquad D"_2$$

wherein

D''1 is

$$\begin{array}{c|c} & (IV) & & Y_4 & & \\ \hline & & \\ \hline & & \\ \hline & & \\ R_{13} & & \\ \end{array} \begin{array}{c} Y_4 & & \\ \hline & & \\ \end{array} \begin{array}{c} Y_7 & & \\ \hline & & \\$$

<u>or</u>

D", is OH,

$$\begin{array}{c|c}
(IV) & Y_4 & Y_5 \\
\hline
 & N \\
\hline
 & N \\
\hline
 & R_{13}
\end{array}$$

$$\begin{array}{c|c}
 & Y_7 \\
 & \parallel \\
 & R_{12}
\end{array}$$

$$\begin{array}{c|c}
 & Y_7 \\
 & \parallel \\
 & R_{12}
\end{array}$$

$$\begin{array}{c|c}
 & Q_7 \\
 & \parallel \\
 & R_{12}
\end{array}$$

<u>or</u>

$$\begin{array}{c} (V) \\ \hline \\ N \\ \hline \\ R_{13} \end{array} \begin{array}{c} Y_4 \\ L_2 \\ t \end{array} \begin{array}{c} Y_5 \\ C \\ T_5 \end{array} \begin{array}{c} A_7 \\ C \\ R_{12} \end{array} \begin{array}{c} Y_7 \\ H \\ C \\ R_{12} \end{array} \begin{array}{c} Y_7 \\ H \\ C \\ R_{12} \end{array} \begin{array}{c} Y_7 \\ H \\ C \\ R_{12} \end{array}$$

provided that E24 are not all H and

Dt and D2 are both not OH.

2. (Original) The compound of claim 1, wherein R₁ further comprises a capping group A, selected from the group consisting of hydrogen, NH₂, OH, CO₂H, C₁₋₆ moieties and

$$E_{2} \xrightarrow{\begin{array}{c}E_{1}\\\\\\\\C\end{array}} \xrightarrow{N} \xrightarrow{C} \xrightarrow{\begin{array}{c}Y_{1}\\\\\\\\C\end{array}} \xrightarrow{\left(M\right)_{a}} \xrightarrow{\left(\begin{matrix}R_{2}\\\\\\\\\\R_{3}\end{matrix}\right)_{m}}$$

3. (Original) A compound of claim 2, comprising the formula:

$$E_{2} - \begin{bmatrix} E_{1} & Y_{1} & E_{1} \\ C & N - C \end{bmatrix} - \begin{bmatrix} R_{2} \\ C & R_{3} \end{bmatrix} m = \begin{bmatrix} R_{2} \\ C & R_{3} \end{bmatrix} m \begin{bmatrix} Y_{1} & E_{1} \\ C & N - C - R_{2} \\ R_{3} & R_{4} & E_{3} \end{bmatrix} .$$

- 4. (Cancelled)
- 5. (Previously Presented) The compound of claim 3, wherein Y_1 is O.
- 6. (Original) The compound of claim 1, wherein R₁ comprises a polyalkylene oxide residue.
- 7. (Original) The compound of claim 6, wherein R₁ comprises a polyethylene glycol residue.
- 8. (Original) The compound of claim 3, wherein R_1 comprises a polyethylene glycol residue.
- 9. (Original) The compound of claim 6, wherein R₁ is selected from the group consisting of

$$-C(=Y_8)-NR_{20}-(CH_2)_fO-(CH_2CH_2O)_x-A$$
, $-(CR_{21}R_{22})_e-O-(CH_2)_fO-(CH_2CH_2O)_x-A$,

$$-NR_{20}-(CH_2)_{f'}O-(CH_2CH_2O)_{x}-A$$
, $-C(=Y_8)-(CH_2)_{f'}O-(CH_2CH_2O)_{x}-(CH_2)_{f'}C(=Y_8)-$,

$$-C(=Y_8)-Y_9-(CH_2)_CO-(CH_2CH_2O)_x-(CH_2)_CY_9-C(=Y_8)-$$

$$-C(=Y_8)-NR_{20}-(CH_2)_{f'}O-(CH_2CH_2O)_{x}-(CH_2)_{f'}NR_{20}-C(=Y_8)-$$

$$-(CR_{21}R_{22})_e$$
-O- $(CH_2)_f$ -O- $(CH_2CH_2O)_x$ - $(CH_2)_f$ -O- $(CR_{21}R_{22})_e$ -, and

-NR₂₀-(CH₂)_f-O-(CH₂CH₂O)_x-(CH₂)_f-NR₂₀-

wherein:

Y₈ and Y₉ are independently O, S or NR₂₀;

x is the degree of polymerization;

 R_{20} , R_{21} and R_{22} are independently selected from among H, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls,

 $C_{1.6}$ heteroalkyls, substituted $C_{1.6}$ heteroalkyls, $C_{1.6}$ alkoxy, phenoxy and $C_{1.6}$ heteroalkoxy; e and f are independently zero, one or two; and A is a capping group.

- 10. (Original) The compound of claim 9, wherein R_1 comprises -O-(CH_2CH_2O)_x and x is a positive integer so that the weight average molecular weight is at least about 20,000.
- 11. (Original) The compound of claim 3, wherein R_1 has a weight average molecular weight of from about 20,000 to about 100,000.
- 12. (Original) The compound of claim 3, wherein R_1 has a weight average molecular weight of from about 25,000 to about 60,000.
- 13. (Original) A compound of claim 3, comprising the formula

14. (Original) The compound of claim 13, wherein D₁ is

$$\begin{array}{c|c} & (IV) & & Y_4 & & \\ \hline & & \\ \hline & & \\ \hline & & \\ \hline & & \\ R_{13} & & \\ \hline \end{array} \begin{array}{c} Y_4 & & \\ \hline & & \\$$

15. (Original) The compound of claim 13, wherein D_1 is

- 16. (Original) The compound of claim 1, wherein L₁ is (CH₂CH₂O)₂.
- 17. (Original) The compound of claim 1, wherein L₂ is selected from the group consisting of -CH₂-, -CH₂C(O)NHCH₂-, -CH₂C(O)NHCH₂-, -CH₂C(O)NHCH₂-, -(CH₂)₂-NH-, -(CH₂)₂-NH-C(O)(CH₂)₂NH- and -CH₂C(O)NHCH(CH₂CH(CH₃)₂)-.
- 18. (Original) A compound of claim 1, selected from the group consisting of:

wherein R₁ is a PEG residue and D is selected from the group comprising:

$$-NH \left(\begin{array}{c} O \\ O \\ A \end{array} \right) = \begin{array}{c} O \\ B \\ A \end{array}$$
 and
$$NH \left(\begin{array}{c} O \\ A \end{array} \right) = \begin{array}{c} O \\ A \end{array} \right) = \begin{array}{c} O \\ A \end{array}$$

where B is a residue of an amine or a hydroxyl-containing drug.

- 19. (Original) A compound of claim 18, wherein B is a residue of a member of the group consisting of: daunorubicin, doxorubicin; *p*-aminoaniline mustard, melphalan, Ara-C (cytosine arabinoside), leucine-Ara-C, and gemcitabine.
- 20. (Original) A method of treatment, comprising administering to a mammal in need of such treatment an effective amount of a compound of claim 1, wherein D_1 is a residue of a biologically active moiety.
- 21. (Original) A method of treatment, comprising administering to a mammal in need of such treatment an effective amount of a compound of claim 18.
- 22. (Previously Presented) A method of preparing a polymer conjugate, comprising: reacting a compound of the formula (VIII):

wherein

(v) and (t) are independently 0 or a positive integer up to about 6;

L₁ and L₂ are independently selected bifunctional linkers;

Y₄₋₇ are independently selected from the group consisting of O, S and NR₁₄;

 R_{11-14} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} heteroalkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

Ar is a moiety which when included in Formula (I) forms a multi-substituted aromatic hydrocarbon or a multi-substituted heterocyclic group; and

B'₁ is a residue of a hydroxyl- or an amine-containing moiety; with a compound of the formula (IX):

(IX)

$$R_{1} = \begin{cases} R_{2} \\ C \\ R_{3} \end{cases} m \begin{cases} Y_{1} \\ C \\ R_{8} \end{cases} = \begin{cases} E_{5} \\ C \\ C \\ E_{6} \end{cases}$$

wherein

$$E_5$$
 is
$$\begin{array}{c} \begin{pmatrix} R_7 \\ \\ \\ C \end{pmatrix} \begin{pmatrix} Y_2 \\ \\ C \end{pmatrix} = D_3$$

 E_{6-8} are independently H, E_5 or

$$\begin{array}{c|c}
 & Y_3 \\
 & \parallel \\
 & C \\
 & P_p
\end{array}$$

wherein

 D_3 and D_4 are independently OH, a leaving group which is capable of reacting with an unprotected amine or hydroxyl or a terminal branching group;

R, is a polymeric residue;

Y, is O, S or NR₄;

M is O, S or NR₅;

(n) and (p) are independently 0 or a positive integer;

 Y_{2-3} are independently O, S or NR_{10} ; and

 R_{2-10} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} heteroalkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

provided that E₆₋₈ are not all H;

and D₃ and D₄ are not both OH;

under conditions sufficient to cause a polymeric conjugate to be formed.